

**JOINT ACTION WITHOUT MEETING OF THE
MEMBERS OF**

[REDACTED], LLC

Pursuant to Section 407 of the New York State
Limited Liability Company Law

The undersigned, being all the Members of [REDACTED] LLC, a New York limited liability company ("Company"), do hereby authorize, adopt, ratify, and consent to the following actions by joint resolution of the Members:

RESOLVED, that the Company is validly existing and is duly organized under the laws of the State of New York. The undersigned further certify that the copies of the Articles of Organization and Operating Agreement provided are true and complete.

FURTHER RESOLVED that the Company sell to [REDACTED] certain real property located in the Town of [REDACTED] County of [REDACTED] State of New York, known as Tax Map Parcel [REDACTED] ("Property") for a purchase price of \$[REDACTED]

FURTHER RESOLVED, that [REDACTED] or [REDACTED] [REDACTED], or either of them, as a Member of the Company, each acting alone hereby is authorized and directed to execute any and all documents necessary to effectuate the above-approved sale of the Property, including but not limited to the Deed, NonForeign Person Certification; Affidavits of Title; and any real property transfer forms, and to take any and all actions necessary to effectuate the above-approved sale of real property; and is also authorized to expend Company funds for closing costs such as but not limited to NYS transfer tax, legal fees, recording fees associated with the sale; and it was

FURTHER RESOLVED, that copies of any and all documents executed on behalf of the Company shall be provided to the Company for its records.

And the undersigned being the sole members and managers of the Company do hereby confirm and represent that the Operating Agreement dated as of [REDACTED] has not been amended and is still in force and effect.

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This Action Without Meeting may be executed in any number of counterparts, each of which shall constitute an original, no other counterpart need be produced, and all of which when taken together shall constitute but one and the same instrument.

MEMBERS: